AMENDMENT OF SOLICITATION/MODIFICA	ATION OF CONTR	ACT	CONTRACT ID CODE	PA	GE OF PAGES	
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REC	UISITION/PURCHASE REQ. NO.	5. PROJE	1 9 ECT NO. (If applicable)	
24	See Block 1	6C 1300	589589		, ,, ,	
6. ISSUED BY CODE	N00014		7. ADMINISTERED BY (If other than Item 6) CODE N66020			
Office of Naval Research Mary Helen Dent, 703-254-7288 Email: mary.dent@navy.mil 875 North Randolph Street Arlington VA 22203		ONR ATL 100	SCD- C ONR REG ADMIN ATLANTA ATLANTA REGION OFFICE 100 ALABAMA STREET SW SUITE 4R15 ATLANTA GA 30303-3104			
8. NAME AND ADDRESS OF CONTRACTOR (No., street,	county, State and ZIP Cod	(x) 9A	. AMENDMENT OF SOLICITATION NO.			
ADVANCED TECHNOLOGY INTERNATIONAL Attn: Chris Van Metre 315 Sigma Drive Summerville SC 29483			(X) 9B. DATED (SEE ITEM 11) X 10A. MODIFICATION OF CONTRACT/ORDER NO. N 0 0 0 1 4 - 1 4 - D - 0 3 7 7 0 0 0 4 10B. DATED (SEE ITEM 13)			
CODE 1G3V8	FACILITY CODE	0	6/05/2015			
	11. THIS ITEM ON		MENTS OF SOLICITATIONS			
CHECK ONE A. THIS CHANGE ORDER IS ISSUED FORDER NO. IN ITEM 10A.	r already submitted , sur is received prior to the o ired) DDIFICATION OF CONT	ch change may be made opening hour and date spening hour and date spening hour and control of the control of the control of the change of the	by telegram or letter, provided each teleg ecified.	\$1,200, S DESCRIBED I	000.00 N ITEM 14.	
	and authority) W FAR 43.103(a)); Changes Cost	Reimbursement FAR 52,243-	2 Alt V		
E. IMPORTANT: Contractor is not.	x is required to sign t	his document and return	1 copies to the is	ssuing office.		
14. DESCRIPTION OF AMENDMENT/MODIFICATION (The purpose of this modifica 1) Administratively replace 2) Reduce \$54,303 from CLIN 3) Expand task Order 0004 to based on the Government's accost budget (revised) 8 Feb. 4) Provide for a Cost Growth Class Aircraft Carriers" based ated 12 Jan 2018; and 5) Provide an increment of for the Except as provided herein, all terms and conditions of the Total NAME AND TITLE OF SIGNER (TypeOpr print)	tion is to: \$54,303 to C 0001, SLIN 3 add project ceptance of 2018; to Project ed on the Go unds in the	ELIN 0001, SL 22, ACRN AU; "Digital Th the project 1, "High Dep vernment's a amount of \$1 in Item 9 A or 10A, as he	IN 30, ACRN AN; read Shipbuilding - Splan dated 12 Oct 203 osition Submerged Arc cceptance of the asso ,200,000 under N00014 retofore changed, remains unchanged ar	Supplier 17 and as c Welding ociated of 4-14-D-03	ssociated g for FORD cost budget 377-0004.	
		Maı	ry Helen Dent			
15B. CONTRACTOR/OFFEROR Senior VP, Contracts & Procurement Feb 12 2018 (Signature of person authorized to sign)	15C. D	ATE SIGNED 16B.	UNITED STATES OF AMERICA (6) g Officer)		16C. DATE SIGNED 12 Feb 2018	

Section B - Supplies or Services/Prices was revised as follows.

1 - Supplies or Services/Prices was revised as follows.

Cost-Plus-Fixed-Fee CLINs/SLINs

Item/Sub Number	Description	Obligated Amount	Estimated Cost	Fixed Fee	Estimated Cost and Fixed Fee
0001	Navy ManTech Naval Shipbuilding and Advanced Manufacturing Center of Excellence (NSAM COE) Projects. PSC AE33	\$0.00	\$17,737,188.00	\$177,372.00	\$17,914,560.00
000101	ACRN AA: \$500,000	\$500,000.00			
000102	ACRN AA: \$150,000	\$150,000.00			
000103	ACRN AB: \$1	\$1.00			
000104	ACRN AC: \$900,000	\$900,000.00			
000105	ACRN AD: \$100,000	\$100,000.00			
000106	ACRN AC: \$362,461	\$362,461.00			
000107	ACRN AC: \$325,531	\$325,531.00			
000108	ACRN AC: \$200,000	\$200,000.00			
000109	ACRN AE: \$200,000	\$200,000.00			
000110	ACRN AF: \$423,794	\$423,794.00			
000111	ACRN AC: \$200,000	\$200,000.00			
000112	ACRN AE: \$400,000	\$400,000.00			
000113	ACRN AD: \$200,000	\$200,000.00			
000114	ACRN AG: \$500,000	\$500,000.00			
000115	ACRN AH: \$191,206	\$191,206.00			
000116	ACRN AJ: \$595,347	\$595,347.00			
000117	ACRN: AF \$209,917	\$209,917.00			
000118	ACRN: AH \$125,000	\$125,000.00			
000119	ACRN AD: \$45,726	\$45,726.00			
000120	ACRN AK: \$500,000	\$500,000.00			
000121	ACRN AL: \$48,834	\$48,834.00			
000122	ACRN AM: \$1	\$1.00			
000123	ACRN AN: \$1,100,000	\$1,100,000.00			
000124	ACRN AP: \$1	\$1.00			
000125	ACRN AQ: \$1	\$1.00			
000126	ACRN AR: \$1	\$1.00			
000127	ACRN AS: \$1,491,095	\$1,491,095.00			
000128	CANCELLED	\$0.00			
000129	ACRN AT: \$1,590,071	\$1,590,071.00			
000130	ACRN AN \$610,533	\$610,533.00			
000131	ACRN AU: \$703,492	\$703,492.00			
000132	ACRN AU: \$277,134	\$277,134.00			
000133	ACRN AV: \$1	\$1.00			
000134	ACRN AN: \$610,533	\$0.00			
000135	ACRN AU: \$703,492	\$0.00			
000136	ACRN AU: \$331,437	\$0.00			
000137	ACRN AN: \$336,711	\$336,711.00			
000138	ACRN AW: \$795,011	\$795,011.00			
000139	ACRN AW: \$547,281	\$547,281.00			
000140	ACRN AW: \$1,200,000	\$1,200,000.00			
Total Am					\$17,914,560.00

Section C - Description/Sepecifications was revised as follows.

1 - Statement of Work was revised as follows.

Summary of Clause Changes:

Clause 0095 is incorporated as follows:

ONR 0095 Statement of Work- Task Order

The research effort to be performed hereunder shall be subject to the requirements and standards contained in Exhibit A of the basic contract and the following paragraph.

The Contractor shall conduct the research effort under CLIN(s) 0001 in accordance with the individual project plans submitted by the contractor.

Project 1 - The Contractor shall use its best efforts to perform the tasks and complete the deliveries identified in the Project Plan titled, "High Deposition Submerged Arc Welding," dated 3 Oct 2014 (revised 18 Apr 2016 and 10 Feb 2017) and the associated cost budget (dated 29 Apr 2015, as revised on 10 Feb 2017 and as revised 12 Jan 2018) which are both hereby incorporated by reference.

Project 2 - The Contractor shall use its best efforts to perform the tasks and complete the deliveries identified in the Project Plan titled, "Primer Thickness Measurement for Seam Validation and Supply Base Quality," dated 11 Feb 2015 (revised 14 Apr 2016) and the associated cost budget (revised) dated 5 Aug 2015 which are both hereby incorporated by reference.

Project 3 - The Contractor shall use its best efforts to perform the tasks and complete the deliveries identified in the Project Plan titled, "Critical Resource Planning," dated 23 Jun 2015 and the associated cost budget (revised) dated 26 Aug 2015 which are both hereby incorporated by reference.

Project 4- The Contractor shall use its best efforts to perform the tasks and complete the deliveries identified in the Project Plan titled, "Non-Contact Metrology," dated 29 Oct 2015 and the associated cost budget also dated 29 Oct 2015 which are both hereby incorporated by reference.

Project 5 - The Contractor shall use its best efforts to perform the tasks and complete the deliveries identified in the Project Plan titled, "Optimized Lifting and Handling," dated 13 Aug 2015 and the associated cost budget dated 22 Jan 2016 which are both hereby incorporated by reference.

Project 6 - The Contractor shall use its best efforts to perform the tasks and complete the deliveries identified in the Project Plan titled, "Mobile Computing Design Build Process," dated 10 Nov 2015 and the associated cost budget also dated 10 Nov 2015 which are both hereby incorporated by reference.

Project 7 - The Contractor shall use its best efforts to perform the tasks and complete the deliveries identified in the Project Plan titled, "F35 Assembly Metadata Integration" dated 22 Jul 2015 and the associated cost budget (revised) 25 Mar 2016 which are both hereby incorporated by reference.

Project 8 - The Contractor shall use its best efforts to perform the tasks and complete the deliveries identified in the Project Plan titled, "Resource Availability" as a result of the Government's acceptance of the proposal dated 15 Dec 2016 and the associated cost budget (revised) 7 Apr 2016 which are both hereby incorporated by reference.

Project 9 - The Contractor shall use its best efforts to perform the tasks and complete the deliveries identified in the Project Plan titled, "Induction Straightening" as a result of the Government's acceptance of the proposal dated 23 Nov 2015, associated cost budget (revised) 01 Jun 2016, and revised cost budget dated 12 Oct 2017 which are both hereby incorporated by reference.

Project 10 - The Contractor shall use its best efforts to perform the tasks and complete the deliveries identified in the Project Plan titled, "Enhanced Task Assignment and Progressing" as a result of the Government's acceptance of the proposal dated 18 Dec 2015 and the associated cost budget (revised) 2 Jun 2016 which are both hereby incorporated by reference.

Project 11 - The Contractor shall use its best efforts to perform the tasks and complete the deliveries identified in the Project Plan titled, "Electronic Weld Record System" as a result of the Government's acceptance of the proposal dated 30 Jun 2016 and the associated cost budget (revised) 26 Oct 2016 which are both hereby incorporated by reference.

Project 12 - The Contractor shall use its best efforts to perform the tasks and complete the deliveries identified in the Project Plan titled, "Hybrid Laser Arc Welding (HLAW)" as a result of the Government's acceptance of the proposal dated 19 Aug 2016 and as revised 16 Nov 2017, and the associated cost budget (negotiated) 7 Dec 2016 which are both hereby incorporated by reference.

Project 13 - The Contractor shall use its best efforts to perform the tasks and complete the deliveries identified in the Project Plan titled, "Digital Paint Tools and Process Optimization" dated 23 Aug 2016 and the associated cost budget also dated 23 Aug 2016, and as revised 18 Oct 2017, are both hereby incorporated by reference.

Project 14 - The Contractor shall use its best efforts to perform the tasks and complete the deliveries identified in the Project Plan titled, "Tactical Information Planning System" dated 30 Sep 2016 and the associated cost budget also dated 30 Sep 2016 are both hereby incorporated by reference.

Project 15 - The Contractor shall use its best efforts to perform the tasks and complete the deliveries identified in the Project Plan titled, "Sheet Metal Modernization" dated 5 Apr 2017 and the associated cost budget dated 3 Aug 2017 are both hereby incorporated by reference.

Project 16 - The Contractor shall use its best efforts to perform the tasks and complete the deliveries identified in the Project Plan titled, "Digital Thread Shipbuilding - Supplier Interface" dated 12 Oct 2017 and the associated cost budget (revised) 8 Feb 2018 are both hereby incorporated by reference.

Section G - Contract Administration Data was revised as follows.

1 - Financial Accounting Data was revised as follows.

ACRN	List of Item/Sub Number (LI#)	Line of Accounting (LOA)	Obligated Amount - This Action	Obligated Amount- ACRN Total
AA	000101, 000102	1751319-W7KS-255-RA-G1G-0-068342-2D-01050- 000-ATC0	\$0.00	\$650,000.00
AB	000103	1751319-W7KS-255-RA-G1G-0-068342-2D-01050- 000-MST0	\$0.00	\$1.00
AC	000104, 000106, 000107, 000108, 000111	1761319 W3MT 255 00014 0 050120 2D 000000 A00003162376	\$0.00	\$1,987,992.00
AD	000105, 000113, 000119	1761319 W3MT 255 00014 0 050120 2D 000000 A00003239300	\$0.00	\$345,726.00
AE	000109, 000112	1761319 W3MT 255 00014 0 050120 2D 000000 A00003239044	\$0.00	\$600,000.00
AF	000110, 000117	1761319 W3MT 255 00014 0 050120 2D 000000 A00003239042	\$0.00	\$633,711.00
AG	000114	1761319 W3MT 255 00014 0 050120 2D 000000 A00003360585	\$0.00	\$500,000.00
АН	000115, 000118	1761319 W3MT 255 00014 0 050120 2D 000000 A00003257913	\$0.00	\$316,206.00
AJ	000116	1761319 W3MT 255 00014 0 050120 2D 000000 A00003239450	\$0.00	\$595,347.00
AK	000120	1761319 W3MT 255 00014 0 050120 2D 000000 A10003239300	\$0.00	\$500,000.00
AL	000121	1751319 W7KS 255 00014 0 050120 2D 000000 A00003566371	\$0.00	\$48,834.00
AM	000122	1761319 W3MT 255 00014 0 050120 2D 000000 A00003539657	\$0.00	\$1.00
AN	, ,	1771319 W3MT 255 00014 0 050120 2D 000000 A10003566371	\$54,303.00	\$2,047,244.00

ACRN	List of Item/Sub Number (LI#)	Line of Accounting (LOA)	Obligated Amount - This Action	Obligated Amount- ACRN Total
AP	000124	1761319 W3MT 255 00014 0 050120 2D 000000 A00003618300	\$0.00	\$1.00
AQ	000125	1761319 W3MT 255 00014 0 050120 2D 000000 A00003618524	\$0.00	\$1.00
AR	000126	1771319 W3MT 255 00014 0 050120 2D 000000 A00003706287	\$0.00	\$1.00
AS	000127, 000128	1771319 W3MT 255 0 00140 050120 2D 000000 A10003566371	\$0.00	\$1,491,095.00
AT	000129	1771319 W3MT 255 0 00140 050120 2D 000000 A20003566371	\$0.00	\$1,590,071.00
AU	000131, 000132, 000135, 000136	1771319 W3MT 255 00014 0 050120 2D 000000 A30003566371	-\$54,303.00	\$980,626.00
AV	000133	1771319 W3MT 255 00014 0 050120 2D 000000 A00003968962	\$0.00	\$1.00
AW	1 ' '	1781319 W3MT 255 00014 0 050120 2D 000000 A40003566371	\$1,200,000.00	\$2,542,292.00
Total Award Obligated Amount				\$14,829,150.00

Clause ONR 0058 is incorporated as follows:

ONR 0058 Allotment of Funds

- (a) It is hereby understood and agreed that this contract will not exceed a total amount of \$17,914,560 including an estimated cost of \$17,737,188 and a fixed fee of \$177,372.
- (b) CLIN 0001 will not exceed a total amount of \$17,914,560 including an estimated cost of \$17,737,188 and a fixed fee of \$177,372. The total amount presently available for payment and allotted to CLIN 0001 of this contract is \$14,829,150 including an estimated cost of \$14,693,614 and a fixed fee of \$135,536. It is estimated that the amount allotted of \$14,829,150 will cover the period from date of award through 30 Dec 2018.

Section H - Special Contract Requirements was revised as follows.

1 - Special Contract Requirements was revised as follows.

Summary of Clause Changes:

Clause 0070 is incorporated as follows:

ONR 0070 Consent to Subcontract and/or Hire Consultants

The services of the following subcontractors and/or consultants have been identified as necessary for the performance of this contract:

Project Number: 1

Project Title: ManTech Project, "High Deposition Submerged Arc Welding"

Subcontractors: Edison Welding Institute (EWI) and Huntington Ingalls Newport News Shipbuilding

1) Edison Welding Institute (EWI) as revised 12 Jan 2018:

Estimated Cost: \$468,887 Fixed Fee: \$32,820

Total Cost Plus Fixed Fee: \$501,707

2) Huntington Ingalls Newport News Shipbuilding

Estimated Cost: \$864,505 Fixed Fee: \$60,160

Total Cost Plus Fixed Fee: \$924,665

Project Number: 2

Project Title: ManTech Project, "Primer Thickness Measurement for Seam Validation and Supply Base Quality"

Subcontractor: Lockheed Martin

1) Lockheed Martin

Estimated Cost: \$305,068 Fixed Fee: \$23,361

Total Cost Plus Fixed Fee: \$328,429

Project Number: 3

Project Title: ManTech Project, "Critical Resource Planning"

Subcontractor: General Dynamics - Electric Boat

1) General Dynamics - Electric Boat

Estimated Cost: \$472,971 Fixed Fee: \$32,882

Total Cost Plus Fixed Fee: \$505.853

Project Number: 4

Project Title: ManTech Project, "Non-Contact Metrology"

Subcontractor: Huntington Ingalls Newport News Shipbuilding

1) Huntington Ingalls Newport News Shipbuilding

Estimated Cost: \$367,382 Fixed Fee: \$25,655

Total Cost Plus Fixed Fee: \$393,037

Project Number: 5

Project Title: ManTech Project, "Optimized Lifting and Handling"

 $Subcontractor: Huntington\ Ingalls-Ingalls\ Shipbuilding$

 $1) \ Huntington \ In galls - In galls \ Ship building$

Estimated Cost: \$720,303 Fixed Fee: \$50,386

Total Cost Plus Fixed Fee: \$770,689

Project Number: 6

Project Title: ManTech Project, "Mobile Computing Design Build Process"

Subcontractor: General Dynamics - Electric Boat

1) General Dynamics - Electric Boat

Estimated Cost: \$879,388 Fixed Fee: \$61,341

Total Cost Plus Fixed Fee: \$940,729

Project Number: 7

Project Title: ManTech Project, "F35 Assembly Metadata Integration"

Subcontractor: Northrop Grumman

1) Northrop Grumman

Estimated Cost: \$1,739,311 Fixed Fee: \$121,475

Total Cost Plus Fixed Fee: \$1,860,786

Project Number: 8

Project Title: ManTech Project, "Resource Availability"

Subcontractor: Huntington Ingalls - Ingalls Shipbuilding

1) Huntington Ingalls – Ingalls Shipbuilding

Estimated Cost: \$1,003,443

Fixed Fee: \$70,163

Total Cost Plus Fixed Fee: \$1,073,606

Project Number: 9

Project Title: ManTech Project, "Induction Straightening"

Subcontractors: Huntington Ingalls - Newport News Shipbuilding and Edison Welding Institute

1) Huntington Ingalls – Newport News Shipbuilding

Estimated Cost: \$867,960 Fixed Fee: \$60,374

Total Cost Plus Fixed Fee: \$928,334

2) Edison Welding Institute

Estimated Cost: \$950,038 Fixed Fee: \$355,037

Total Cost Plus Fixed Fee: \$1,005,075

Project Number: 10

Project Title: ManTech Project, "Enhanced Task Assignment and Progressing"

Subcontractor: Huntington Ingalls – Ingalls Shipbuilding

1) Huntington Ingalls – Ingalls Shipbuilding

Estimated Cost: \$713,926 Fixed Fee: \$49,943

Total Cost Plus Fixed Fee: \$763,869

Project Number: 11

Project Title: ManTech Project "Electronic Weld Record System"

Subcontractor: Newport News Shipbuilding

Estimated Cost: \$865,027 Fixed Fee: \$64,694

Total Cost Plus Fixed Fee: \$929,721

Project Number: 12

Project Title: ManTech Project, Hybrid Laser Arc Welding (HLAW)

Subcontractors: Huntington Ingalls - Ingalls Shipbuilding and Edison Welding Institute

1) Huntington Ingalls – Ingalls Shipbuilding

Estimated Cost: \$699,974 Fixed Fee: \$48,735

Total Cost Plus Fixed Fee: \$748,709

2) Edison Welding Institute

Estimated Cost: \$1,394,244

Fixed Fee: \$91,302

Total Cost Plus Fixed Fee: \$1,485,546

Project Number: 13

Project Title: ManTech Project, Digital Paint Tools and Process Optimization

Subcontractor: Huntington Ingalls – Ingalls Shipbuilding

Estimated Cost: \$779,643 Fixed Fee: \$45,015

Total Cost Plus Fixed Fee: \$824,658

Project Number: 14- Project Title: ManTech Project, Tactical Information Planning System

Subcontractor: Huntington Ingalls – Ingalls Shipbuilding

Estimated Cost: \$522,363 Fixed Fee: \$38,452

Total Cost Plus Fixed Fee: \$560,815

Project Number: 15

Project Title: ManTech Project, Sheet Metal Modernization

Subcontractors: General Dynamics Electric Boat

Estimated Cost: \$935,110 Fixed Fee: \$65,150

Total Cost Plus Fixed Fee: \$1,000,260

Project Number: 16

Project Title: ManTech Project, Digital Thread Shipbuilding - Supplier Interface

Subcontractor: Newport News Shipbuilding

Estimated Cost: \$1,595,452 Fixed Fee: \$117,780

Total Cost Plus Fixed Fee: \$1,713,232

The preceding listing of subcontracts were evaluated during negotiations as required by Paragraph (j) of the contract clause at FAR 52.244-2 entitled "Subcontracts" and therefore do not require consent in accordance with paragraphs (c) and (e) of the Subcontracts clause. This consent is based upon the information submitted by the prime contractor in accordance with FAR 52.244-2 (e) (1) (i) through (vii). For additional subcontracts beyond those listed above, the Contracting Officer's written consent to subcontract is only required in accordance with Paragraphs (b), (c), and (d) of FAR 52.244-2.

Except as modified herein, all other terms and conditions remain the same and unchanged under award number N00014-14-D-0377-0004.